

**IN THE UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF TEXAS
MARSHALL DIVISION**

GEOTAG, INC.

Plaintiff,

v.

Civil Action No. 2:10-CV-00570-TJW

AROMATIQUE, INC.;
ACADEMY, LTD. D/B/A ACADEMY
SPORTS + OUTDOORS D/B/A ACADEMY
SPORTS AND OUTDOORS;
ADIDAS AMERICA, INC.;
ASICS AMERICA CORP.;
AVON PRODUCTS, INC.;
BEST BUY CO., INC. D/B/A BEST BUY;
BBY SOLUTIONS, INC.;
BJI, INC. D/B/A BROWN JORDAN;
BROWN JORDAN INTERNATIONAL, INC.
D/B/A BROWN JORDAN;
BROOKSTONE COMPANY, INC.;
CARTIER, INC.;
CARTIER INTERNATIONAL, LLC;
CARTIER ENTERPRISES, INC.;
CARTIER NORTH AMERICA, INC.;
CHRISTIAN DIOR PERFUMES, INC. D/B/A
CHRISTIAN DIOR D/B/A DIOR D/B/A
DIOR.COM;
CHRISTIAN DIOR PERFUMES, LLC D/B/A
CHRISTIAN DIOR D/B/A DIOR D/B/A
DIOR.COM;
CHRISTIAN DIOR BOUTIQUES, INC.;
CRAFTMASTER MANUFACTURING, INC.
D/B/A CRAFTMASTER D/B/A CMI;
DOLLAR TREE, INC.;
FOOT LOCKER, INC.;
FOOT LOCKER RETAIL, INC.;
FOOTLOCKER.COM, INC.;
GAMESTOP CORP.;
GANDER MOUNTAIN COMPANY;
HINKLEY LIGHTING, INC.;
KOHL'S ILLINOIS, INC.;
KOHL'S DEPARTMENT STORES, INC.;
KOHL'S CORPORATION;

JURY TRIAL DEMANDED

LUCY ACTIVEWEAR, INC.;
MICHAELS STORES, INC.;
NORDSTROM, INC.;
OLD NAVY, INC.;
OLD NAVY (APPAREL), LLC;
OLD NAVY, LLC;
OSCAR DE LA RENTA, LTD;
PETSMART, INC.;
PETSMART STORE SUPPORT GROUP,
INC.;
ROLEX WATCH USA, INC.;
STERLING JEWELERS, INC. D/B/A JARED
THE GALLERIA OF JEWELRY D/B/A KAY
JEWELERS;
KAY JEWELERS, INC.;
TARGET CORP.;
THE TJX COMPANIES, INC. D/B/A TJ
MAXX;
TOYS “R” US, INC.;
GEOFFREY, LLC;
VAN CLEEF & ARPELS, INC.;
VF CORP. D/B/A 7 FOR ALL MANKIND
D/B/A 7FAM D/B/A SEVEN JEANS D/B/A
LUCY ACTIVEWEAR;
SEVEN FOR ALL MANKIND, LLC;
VF JEANSWEAR, L.P. D/B/A WRANGLER;
VF OUTDOOR, INC. D/B/A THE NORTH
FACE; AND
VICTORIA’S SECRET STORES, INC.

Defendants.

**ROLEX WATCH USA, INC.’S ANSWER AND COUNTERCLAIMS TO
GEOTAG INC.’S COMPLAINT FOR PATENT INFRINGEMENT**

Defendant Rolex Watch USA, Inc., (“Rolex USA”), through its attorneys, hereby files this Answer and Counterclaims against Plaintiff Geotag Inc.’s (“Geotag”) Complaint for Patent Infringement (“Complaint”), and alleges as follows:

1. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 1 of the Complaint and therefore denies them.

2. Paragraph 2 does not require a response by Rolex USA. To the extent that paragraph 2 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 2 of the Complaint and therefore denies them.

3. Paragraph 3 does not require a response by Rolex USA. To the extent that paragraph 3 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 3 of the Complaint and therefore denies them.

4. Paragraph 4 does not require a response by Rolex USA. To the extent that paragraph 4 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 4 of the Complaint and therefore denies them.

5. Paragraph 5 does not require a response by Rolex USA. To the extent that paragraph 5 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 5 of the Complaint and therefore denies them.

6. Paragraph 6 does not require a response by Rolex USA. To the extent that paragraph 6 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 6 of the Complaint and therefore denies them.

7. Paragraph 7 does not require a response by Rolex USA. To the extent that paragraph 7 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 7 of the Complaint and therefore denies them.

8. Paragraph 8 does not require a response by Rolex USA. To the extent that paragraph 8 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 8 of the Complaint and therefore denies them.

9. Paragraph 9 does not require a response by Rolex USA. To the extent that paragraph 9 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 9 of the Complaint and therefore denies them.

10. Paragraph 10 does not require a response by Rolex USA. To the extent that paragraph 10 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 10 of the Complaint and therefore denies them.

11. Paragraph 11 does not require a response by Rolex USA. To the extent that paragraph 11 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 11 of the Complaint and therefore denies them.

12. Paragraph 12 does not require a response by Rolex USA. To the extent that paragraph 12 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 12 of the Complaint and therefore denies them.

13. Paragraph 13 does not require a response by Rolex USA. To the extent that paragraph 13 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 13 of the Complaint and therefore denies them.

14. Paragraph 14 does not require a response by Rolex USA. To the extent that paragraph 14 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 14 of the Complaint and therefore denies them.

15. Paragraph 15 does not require a response by Rolex USA. To the extent that paragraph 15 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 15 of the Complaint and therefore denies them.

16. Paragraph 16 does not require a response by Rolex USA. To the extent that paragraph 16 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 16 of the Complaint and therefore denies them.

17. Paragraph 17 does not require a response by Rolex USA. To the extent that paragraph 17 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 17 of the Complaint and therefore denies them.

18. Paragraph 18 does not require a response by Rolex USA. To the extent that paragraph 18 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 18 of the Complaint and therefore denies them.

19. Paragraph 19 does not require a response by Rolex USA. To the extent that paragraph 19 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 19 of the Complaint and therefore denies them.

20. Paragraph 20 does not require a response by Rolex USA. To the extent that paragraph 20 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 20 of the Complaint and therefore denies them.

21. Paragraph 21 does not require a response by Rolex USA. To the extent that paragraph 21 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 21 of the Complaint and therefore denies them.

22. Paragraph 22 does not require a response by Rolex USA. To the extent that paragraph 22 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 22 of the Complaint and therefore denies them.

23. Paragraph 23 does not require a response by Rolex USA. To the extent that paragraph 23 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 23 of the Complaint and therefore denies them.

24. Paragraph 24 does not require a response by Rolex USA. To the extent that paragraph 24 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 24 of the Complaint and therefore denies them.

25. Paragraph 25 does not require a response by Rolex USA. To the extent that paragraph 25 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 25 of the Complaint and therefore denies them.

26. Paragraph 26 does not require a response by Rolex USA. To the extent that paragraph 26 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 26 of the Complaint and therefore denies them.

27. Paragraph 27 does not require a response by Rolex USA. To the extent that paragraph 27 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 27 of the Complaint and therefore denies them.

28. Paragraph 28 does not require a response by Rolex USA. To the extent that paragraph 28 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 28 of the Complaint and therefore denies them.

29. Paragraph 29 does not require a response by Rolex USA. To the extent that paragraph 29 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 29 of the Complaint and therefore denies them.

30. Paragraph 30 does not require a response by Rolex USA. To the extent that paragraph 30 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 30 of the Complaint and therefore denies them.

31. Paragraph 31 does not require a response by Rolex USA. To the extent that paragraph 31 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 31 of the Complaint and therefore denies them.

32. Paragraph 32 does not require a response by Rolex USA. To the extent that paragraph 32 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 32 of the Complaint and therefore denies them.

33. Paragraph 33 does not require a response by Rolex USA. To the extent that paragraph 33 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 33 of the Complaint and therefore denies them.

34. Paragraph 34 does not require a response by Rolex USA. To the extent that paragraph 34 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 34 of the Complaint and therefore denies them.

35. Paragraph 35 does not require a response by Rolex USA. To the extent that paragraph 35 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 35 of the Complaint and therefore denies them.

36. Paragraph 36 does not require a response by Rolex USA. To the extent that paragraph 36 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 36 of the Complaint and therefore denies them.

37. Paragraph 37 does not require a response by Rolex USA. To the extent that paragraph 37 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 37 of the Complaint and therefore denies them.

38. Paragraph 38 does not require a response by Rolex USA. To the extent that paragraph 38 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 38 of the Complaint and therefore denies them.

39. Paragraph 39 does not require a response by Rolex USA. To the extent that paragraph 39 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 39 of the Complaint and therefore denies them.

40. Rolex USA admits the allegations contained in paragraph 40 of the Complaint.

41. Paragraph 41 does not require a response by Rolex USA. To the extent that paragraph 41 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 41 of the Complaint and therefore denies them.

42. Paragraph 42 does not require a response by Rolex USA. To the extent that paragraph 42 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 42 of the Complaint and therefore denies them.

43. Paragraph 43 does not require a response by Rolex USA. To the extent that paragraph 43 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 43 of the Complaint and therefore denies them.

44. Paragraph 44 does not require a response by Rolex USA. To the extent that paragraph 44 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 44 of the Complaint and therefore denies them.

45. Paragraph 45 does not require a response by Rolex USA. To the extent that paragraph 45 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 45 of the Complaint and therefore denies them.

46. Paragraph 46 does not require a response by Rolex USA. To the extent that paragraph 46 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 46 of the Complaint and therefore denies them.

47. Paragraph 47 does not require a response by Rolex USA. To the extent that paragraph 47 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 47 of the Complaint and therefore denies them.

48. Paragraph 48 does not require a response by Rolex USA. To the extent that paragraph 48 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 48 of the Complaint and therefore denies them.

49. Paragraph 49 does not require a response by Rolex USA. To the extent that paragraph 49 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 49 of the Complaint and therefore denies them.

50. Paragraph 50 does not require a response by Rolex USA. To the extent that paragraph 50 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 50 of the Complaint and therefore denies them.

51. Paragraph 51 does not require a response by Rolex USA. To the extent that paragraph 51 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 51 of the Complaint and therefore denies them.

JURISDICTION AND VENUE

1. Rolex USA admits that this action arises under the patent laws of the United States, Title 35, United States Code. Rolex USA admits that this Court has jurisdiction of this action under 28 U.S.C. §§ 1331 and 1338(a). Rolex USA admits that it has transacted business

in this district. Rolex USA further admits that it is subject to personal jurisdiction. Rolex USA denies, however, that it has committed, induced, and/or contributed to acts of patent infringement in this district under any theory. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 1¹ of the Complaint against the other defendants and therefore denies the same. Except as expressly admitted, Rolex USA denies each and every remaining allegation contained in paragraph 1 of the Complaint.

2. Rolex USA admits that venue is proper in this district under 28 U.S.C. §§ 1391(b), 1391(c) and 1400(b). Rolex USA admits that it has transacted business in this district. Rolex USA further admits that it is subject to personal jurisdiction. Rolex USA denies, however, that it has committed, induced, and/or contributed to acts of patent infringement in this district under any theory. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 2 of the Complaint against the other defendants and therefore denies the same. Except as expressly admitted herein, Rolex USA denies each and every allegation of Paragraph 2.

3. Rolex USA admits that Magistrate Chad Everinham considered and construed certain claim terms of United States Patent 5,930,474 (“the ‘474 Patent”) in prior litigation. Rolex USA denies the remaining allegations in paragraph 3 of the complaint.

¹ The numbering in the Complaint begins with paragraph 1 in Parties, resets in the section on Jurisdiction and Venue, continues through Count 1, and resets again in the Prayer. Rolex USA’s Answer mirrors this unconventional numbering for purposes of symmetry and clarity.

COUNT I

INFRINGEMENT OF U.S. PATENT NO. 5,930,474

4. Rolex USA admits that the face of the '474 Patent indicates that it is entitled "Internet Organizer for Accessing Geographically and Topically Based Information" and that it issued on July 29, 1999. Rolex USA denies that the '474 Patent was duly and legally issued.

5. Rolex USA lacks knowledge or information sufficient confirm or deny the allegations contained in paragraph 5 of the Complaint and therefore denies them.

6. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 6 of the Complaint and therefore denies them.

7. Rolex USA denies the allegations contained in paragraph 7 of the Complaint as they relate to Rolex USA. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 7 of the Complaint against the other defendants and therefore denies the same.

8. Paragraph 8 does not require a response by Rolex USA. To the extent that paragraph 8 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 8 of the Complaint and therefore denies them.

9. Paragraph 9 does not require a response by Rolex USA. To the extent that paragraph 9 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 9 of the Complaint and therefore denies them.

10. Paragraph 10 does not require a response by Rolex USA. To the extent that paragraph 10 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 10 of the Complaint and therefore denies them.

11. Paragraph 11 does not require a response by Rolex USA. To the extent that paragraph 11 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 11 of the Complaint and therefore denies them.

12. Paragraph 12 does not require a response by Rolex USA. To the extent that paragraph 12 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 12 of the Complaint and therefore denies them.

13. Paragraph 13 does not require a response by Rolex USA. To the extent that paragraph 13 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 13 of the Complaint and therefore denies them.

14. Paragraph 14 does not require a response by Rolex USA. To the extent that paragraph 14 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 14 of the Complaint and therefore denies them.

15. Paragraph 15 does not require a response by Rolex USA. To the extent that paragraph 15 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 15 of the Complaint and therefore denies them.

16. Paragraph 16 does not require a response by Rolex USA. To the extent that paragraph 16 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 16 of the Complaint and therefore denies them.

17. Paragraph 17 does not require a response by Rolex USA. To the extent that paragraph 17 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 17 of the Complaint and therefore denies them.

18. Paragraph 18 does not require a response by Rolex USA. To the extent that paragraph 18 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 18 of the Complaint and therefore denies them.

19. Paragraph 19 does not require a response by Rolex USA. To the extent that paragraph 19 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 19 of the Complaint and therefore denies them.

20. Paragraph 20 does not require a response by Rolex USA. To the extent that paragraph 20 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 20 of the Complaint and therefore denies them.

21. Paragraph 21 does not require a response by Rolex USA. To the extent that paragraph 21 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 21 of the Complaint and therefore denies them.

22. Paragraph 22 does not require a response by Rolex USA. To the extent that paragraph 22 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 22 of the Complaint and therefore denies them.

23. Paragraph 23 does not require a response by Rolex USA. To the extent that paragraph 23 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 23 of the Complaint and therefore denies them.

24. Paragraph 24 does not require a response by Rolex USA. To the extent that paragraph 24 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 24 of the Complaint and therefore denies them.

25. Paragraph 25 does not require a response by Rolex USA. To the extent that paragraph 25 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 25 of the Complaint and therefore denies them.

26. Paragraph 26 does not require a response by Rolex USA. To the extent that paragraph 26 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 26 of the Complaint and therefore denies them.

27. Paragraph 27 does not require a response by Rolex USA. To the extent that paragraph 27 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 27 of the Complaint and therefore denies them.

28. Paragraph 28 does not require a response by Rolex USA. To the extent that paragraph 28 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 28 of the Complaint and therefore denies them.

29. Paragraph 29 does not require a response by Rolex USA. To the extent that paragraph 29 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 29 of the Complaint and therefore denies them.

30. Paragraph 30 does not require a response by Rolex USA. To the extent that paragraph 30 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 30 of the Complaint and therefore denies them.

31. Rolex USA denies the allegations in paragraph 31 of the Complaint.

32. Paragraph 32 does not require a response by Rolex USA. To the extent that paragraph 32 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 32 of the Complaint and therefore denies them.

33. Paragraph 33 does not require a response by Rolex USA. To the extent that paragraph 33 is deemed to require a response, Rolex USA lacks knowledge or information

sufficient to confirm or deny the allegations contained in paragraph 33 of the Complaint and therefore denies them.

34. Paragraph 34 does not require a response by Rolex USA. To the extent that paragraph 34 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 34 of the Complaint and therefore denies them.

35. Paragraph 35 does not require a response by Rolex USA. To the extent that paragraph 35 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 35 of the Complaint and therefore denies them.

36. Paragraph 36 does not require a response by Rolex USA. To the extent that paragraph 36 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 36 of the Complaint and therefore denies them.

37. Paragraph 37 does not require a response by Rolex USA. To the extent that paragraph 37 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 37 of the Complaint and therefore denies them.

38. Paragraph 38 does not require a response by Rolex USA. To the extent that paragraph 38 is deemed to require a response, Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 38 of the Complaint and therefore denies them.

39. Rolex USA denies the allegations contained in paragraph 39 of the Complaint as to Rolex USA and denies that Plaintiff is entitled to any of the relief requested in paragraph 39 of the Complaint from Rolex USA or to any relief in any form whatsoever from Rolex USA. Rolex USA lacks knowledge or information sufficient to confirm or deny the allegations contained in paragraph 39 of the Complaint as they relate to any other defendant and therefore denies them.

40. To the extent that this paragraph 40 of the Complaint implies that Rolex USA has willfully infringed the patent at issue, Rolex USA denies the allegation.

PLAINTIFF'S PRAYER FOR RELIEF

1. Rolex USA denies that Plaintiff is entitled to any of the relief requested in the section of the Complaint entitled "Prayer for Relief" from Rolex USA or to any relief in any form whatsoever from Rolex USA. Plaintiff's Prayer should, therefore, be denied in its entirety and with prejudice as to Rolex USA, and Plaintiff should take nothing from Rolex USA. Rolex USA lacks knowledge or information sufficient to confirm or deny any allegations contained in Plaintiff's Prayer for Relief as they relate to any other defendant. Rolex USA further denies each and every allegation in the Complaint to which it has not specifically responded.

AFFIRMATIVE DEFENSES

Rolex USA's Affirmative Defenses are listed below. Rolex USA reserves the right to amend its Answer to add additional Affirmative Defenses, including instances of inequitable conduct, consistent with the facts discovered in the case.

FIRST DEFENSE

2. Rolex USA does not infringe, has not infringed and is not infringing any claim of the '474 Patent, either literally or under the doctrine of equivalents, nor has Rolex USA actively induced or contributed to any infringement of the '474 Patent.

SECOND DEFENSE

3. The '474 patent is invalid because the alleged invention fails to satisfy the conditions for patentability specified in 35 U.S.C. § 100 *et seq.*, including §§ 101, 102, 103, and 112.

THIRD DEFENSE

4. To the extent that Geotag, and alleged predecessors-in-interest in the '474 Patent failed to properly mark any of their relevant products as required by 35 U.S.C. § 287 or otherwise give proper notice that Rolex USA's actions allegedly infringed the '474 Patent, Rolex USA is not liable to Geotag for the acts alleged to have been performed before it received actual notice that it was allegedly infringing the '474 Patent.

FOURTH DEFENSE

5. To the extent that Geotag asserts that Rolex USA indirectly infringes, either by contributory infringement or inducement of infringement, Rolex USA is not liable to Geotag for the acts alleged to have been performed before Rolex USA knew that its actions would cause indirect infringement.

FIFTH DEFENSE

6. Geotag's attempted enforcement of the '474 patent against Rolex USA is barred, in whole or in part, by the doctrines of laches, waiver, acquiescence and/or estoppel.

SIXTH DEFENSE

7. Plaintiff has failed to state a claim for willful infringement against Rolex USA upon which relief can be granted. To the extent Plaintiff's Complaint attempts to state a claim for willful infringement against Rolex USA, that claim does not meet the standard for pleading set forth in Federal Rule of Civil Procedure 8 and by the Supreme Court in *Ashcroft v. Iqbal*, ___ U.S. ___, 129 S. Ct. 1937 (2009) and *Bell Atlantic Corp. v. Twombly*, 550 U.S. 554 (2007).

COUNTERCLAIMS

Rolex USA, by its attorneys, asserts the following counterclaims, pursuant to Federal Rule of Civil Procedure 13, against Geotag and alleges as follows:

1. These are counterclaims for declaratory judgment of non-infringement, invalidity, and unenforceability of U.S. Patent No. 5,930,474 (“the ‘474 patent”) under 28 U.S.C. §§ 2201 and 2202.

The Parties

2. Counterclaim Plaintiff Rolex Watch USA, Inc. (“Rolex USA”) is a corporation organized and existing under the laws of the State of New York having a place of business at 665 Fifth Avenue, New York, NY 10022.

3. On information and belief based solely on paragraph 1 of the Complaint as alleged by Geotag, Geotag is a Delaware Corporation with a place of business located in Plano, Texas.

Jurisdiction

4. This counterclaim arises under the patent laws of the United States, Title 35, United States Code. The jurisdiction of this Court is proper under at least 35 U.S.C. § 271 *et seq.*, and 28 U.S.C. §§ 1331, 1338, 1367, and 2201–02.

5. Venue is proper in this district pursuant to at least 28 U.S.C. §§ 1391 and 1400. Venue is further proper in the Marshall Division.

COUNT I

Declaratory Relief Regarding Non-Infringement

6. Rolex USA realleges and incorporates by reference the allegations of paragraphs 1 through 5 above.

7. Based on Geotag's filing of this action and Rolex USA's First Defense, an actual controversy has arisen and now exists between the parties as to whether Rolex USA infringes the '474 patent.

8. Pursuant to the Federal Declaratory Judgment Act, 28 U.S.C. § 2201 *et seq.*, Rolex USA requests a declaration by the Court that it does not infringe any claim of the '474 patent under any theory (including directly (whether individually or jointly) or indirectly (whether contributorily or by inducement)).

COUNT II

Declaratory Relief Regarding Invalidity

9. Rolex USA realleges and incorporates by reference the allegations of paragraphs 1 through 5 above.

10. Based on Geotag's filing of this action and Rolex USA's Second Defense, an actual controversy has arisen and now exists between the parties as to the validity of the claims of the '474 patent.

11. Pursuant to the Federal Declaratory Judgment Act, 28 U.S.C. § 2201 *et seq.*, and 35 U.S.C. § 100 *et seq.*, Rolex USA requests a declaration by the Court that the claims of the '474 patent are invalid.

COUNT III

Declaratory Relief Regarding Unenforceability

12. Rolex USA realleges and incorporates by reference the allegations of paragraphs 1 through 5 above.

13. Based on Geotag's filing of this action and Rolex USA's Third, Fourth, and Fifth Defenses, an actual controversy has arisen and now exists between the parties as to the enforceability of the '474 patent.

14. Pursuant to the Federal Declaratory Judgment Act, 28 U.S.C. § 2201 *et seq.*, Rolex USA requests a declaration by the Court that the claims of the ‘474 patent are unenforceable.

PRAYER FOR RELIEF

Rolex USA respectfully requests a judgment against Geotag as follows:

- A. A declaration that the ‘474 Patent is unenforceable;
- B. A declaration that the asserted claims of the ‘474 Patent are invalid;
- C. A declaration that Rolex USA does not infringe, under any theory, any valid claim of the ‘474 patent that may be enforceable;
- D. A declaration that Rolex USA is not liable in any way for the relief sought in the Complaint, denying Geotag all such relief, and dismissing the Complaint with prejudice;
- E. Judgment against Geotag and in favor of Rolex USA;
- F. That the reasonable costs incurred in responding to the action be awarded to Rolex USA.
- G. That this case be deemed exceptional pursuant to 35 U.S.C. §285 and, consequently, that Rolex USA be awarded its reasonable attorneys’ fees; and
- H. Further and such relief as the Court may deem just, equitable, and proper.

JURY DEMAND

Rolex USA demands a trial by jury.

Dated: February 9, 2011

Respectfully submitted,

/s/ Roy W. Hardin

Roy W. Hardin, Esq.
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CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing document was filed electronically in compliance with Local Rule CV-5(a). As such, this document was served on all counsel who have consented to electronic service. Local Rule CV-5(a)(3)(A). Pursuant to Fed. R. Civ. P. 5(d) and Local Rule CV-5(e), all other counsel of record not deemed to have consented to electronic service were served with a true and correct copy of the foregoing by U.S. mail, on this the 9th day of February, 2011.

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